

EXHIBIT 21

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION**

AMAZON.COM, INC. and AMAZON
DATA SERVICES, INC.,

Plaintiffs,

v.

WDC HOLDINGS LLC dba NORTHSTAR
COMMERCIAL PARTNERS; BRIAN
WATSON; STERLING NCP FF, LLC;
MANASSAS NCP FF, LLC; NSIPI
ADMINISTRATIVE MANAGER; NOVA
WPC LLC; WHITE PEAKS CAPITAL LLC;
VILLANOVA TRUST; JOHN DOES 1-20,

Defendants.

CASE NO. 1:20-CV-484

**FILED UNDER SEAL PURSUANT TO
LOCAL RULE 5**

**DECLARATION OF TIMOTHY LORMAN IN SUPPORT OF
PLAINTIFFS' SUPPLEMENTAL MEMORANDUM IN SUPPORT OF SHOW CAUSE
ORDER AND PLAINTIFFS' APPLICATION FOR PRELIMINARY INJUNCTION**

I, Timothy Lorman, hereby declare, under penalty of perjury, as follows:

1. I am over the age of 18 years. I have personal knowledge of the facts set forth below, and if called upon to do so, I could and would competently testify thereto.

2. I am a former Chief Operating Officer ("COO") of Northstar Commercial Partners, LLC ("Northstar"). I held the position of COO at Northstar from March 25, 2019 until April 7, 2020. I make this declaration in support of Amazon.com, Inc. and Amazon Data Services, Inc.'s (collectively "Plaintiffs", "Amazon", or the "Company") Supplemental Memorandum in Support of Show Cause Order and Plaintiffs' Application for Preliminary Injunction in the above-referenced case.

DECLARATION OF T. LORMAN IN SUPPORT OF PLAINTIFFS' SUPPLEMENTAL MEMORANDUM IN SUPPORT OF SHOW CAUSE ORDER AND PLAINTIFFS' APPLICATION FOR PRELIMINARY INJUNCTION

3. Before I was COO at Northstar, I had worked in the commercial real estate industry for approximately 20 years.

4. I am, and have been since November 2015, a reserve Sheriff's Deputy for the Douglas County Sheriff's Office.

5. My wife, Lisa Lorman, has been employed as a Construction Manager for Amazon's Transportation Engineering Services department since October 21, 2019. At no point has Lisa been involved in Northstar or Northstar-related construction projects.

I. AMAZON DEALS AT NORTHSTAR

6. Plaintiffs were one of Northstar's largest clients, and I spent significant time on work related to Amazon real estate development projects in northern Virginia.

7. Northstar interacted primarily with Amazon through an Amazon transaction manager named Casey Kirschner, although my interactions with him were not extensive. I understood from Northstar's CEO Brian Watson that his relationship with Casey Kirschner began prior to Casey Kirschner's employment with Amazon, and that Brian Watson also had a close relationship with Casey Kirschner's brother, Christian Kirschner. I later identified that Christian Kirschner was also the trustee of the "Villanova Trust," the counterparty to a January 8, 2018 "Independent Contractor Agreement" that Brian Watson executed on behalf of WDC Holdings, LLC ("WDC"), d/b/a Northstar Commercial Partners.

8. I observed a number of indicia of a close personal relationship between Brian Watson and Casey Kirschner. For example, on information and belief, Brian Watson communicated with Casey Kirschner and another Amazon transaction manager, Carleton Nelson, through their Gmail accounts. On information and belief, on or around December 5, 2018, Brian Watson invited Casey Kirschner and Carleton Nelson on an all-expenses-paid hunting trip to New

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Zealand. On information and belief, at least Casey Kirschner attended this trip, which took place between approximately March 15, 2019 and March 26, 2019. Finally, Casey and Christian Kirschner were groomsmen in Brian Watson's September 28, 2019 wedding.

II. SEPTEMBER 27, 2019 RECORDING

9. On September 26, 2019, Brian Watson became aware of a real estate transaction associated with Amazon that was completed on July 30, 2019 by two now-former employees of Northstar, Kyle Ramstetter and Will Camenson. Northstar learned that these employees were associated with two entities, respectively named NOVA WPC LLC ("NOVA WPC") and White Peaks Capital LLC. We learned that NOVA WPC had purchased land in Northern Virginia for approximately \$98.67 million and then sold it to Amazon on the same day for approximately \$116.5 million, resulting in a profit to NOVA WPC from the transaction of approximately \$17.73 million (the "NOVA WPC Transaction").

10. Brian Watson determined to confront the Northstar employees regarding their involvement in the NOVA WPC Transaction, and held separate meetings with each of them on Friday, September 27, 2019. Brian Watson requested that I record these meetings, and I did so by leaving my personal phone in recording mode on the table in the room where the meetings took place. I was present for one of these meetings, with Will Camenson, but my phone recorded both meetings. I have listened to, and am familiar with, the entire recording. As requested by Brian Watson, I saved the recording to a shared drive maintained by his administrative assistant. I also saved a copy of the recording on my phone.

11. The recording indicates, among other things, that Brian Watson demanded that Kyle Ramstetter "do the right thing and pay us the money immediately" from the profits made on the NOVA WPC Transaction. The recording also indicates that Kyle Ramstetter indicated that he

DECLARATION OF T. LORMAN IN SUPPORT OF PLAINTIFFS' SUPPLEMENTAL MEMORANDUM IN SUPPORT OF SHOW CAUSE ORDER AND PLAINTIFFS' APPLICATION FOR PRELIMINARY INJUNCTION

could not answer fully the questions posed to him by Brian Watson, and referenced that the conversation should instead occur “over a drink” between himself, Brian Watson, and Casey Kirschner. Kyle Ramstetter referenced a different, but related, arrangement, which he described as potentially of interest to the U.S. Federal Bureau of Investigation (“FBI”), and said that although he was willing to “work something out” with Brian Watson, if he (Kyle Ramstetter) were to “say something to the wrong person, and it gets out, the whole Amazon thing shuts down and we will never do another deal . . . in the space.”

12. The following Monday, September 30, 2019, Brian Watson and I continued to discuss the NOVA WPC Transaction and the potential impact of this transaction on our ongoing client relationship with Amazon. In order to, as I understand it, demonstrate to me that his relationship with Casey Kirschner was still strong despite the fallout from the NOVA WPC Transaction, Brian Watson called Casey Kirschner and put the call on speakerphone. Brian Watson did not tell Casey Kirschner that I was in the room and could hear him when the call was on speakerphone. After discussing the NOVA WPC Transaction, Casey Kirschner commented that he had never liked Kyle Ramstetter, and that Kyle Ramstetter had “been involved in this for two weeks and he figured out what you and I were doing,” or words to similar effect. I was extremely uncomfortable with the implications of this comment, and so I left the room at that point.

13. Brian Watson informed me that he had settled the dispute with Kyle Ramstetter and Will Camenson regarding the NOVA WPC Transaction in October 2019. In or around that time, I was informed by two Northstar employees with access to Northstar’s bank accounts that a payment of \$5 million had been made into one of these accounts.

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I declare under penalty of perjury that the foregoing is true and correct to the best of my
knowledge, information, and belief.

Executed on May 18, 2020.

A handwritten signature in black ink, appearing to read "Tim Lorman", is written over a light gray rectangular background.

Timothy Lorman